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*Special Securitization Transactional
and Litigation Counsel to the Debtors
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----)	
In re:)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	Chapter 11
)	
Debtors.)	Jointly Administered
-----)	

AMENDED AFFIDAVIT OF SERVICE

I, DEBRA O. FULLEM, hereby depose and say that I am employed by Orrick, Herrington & Sutcliffe LLP ("Orrick"), Special Securitization Transactional and Litigation Counsel to the Debtors and Debtors in Possession in the above-referenced cases.

On March 3, 2014, I caused the following document, along with all supporting documents, to be served via federal-express and electronic mail to those parties as identified on the following page.

**FIFTH INTERIM FEE APPLICATION AND FINAL FEE APPLICATION OF
ORRICK, HERRINGTON & SUTCLIFFE LLP, AS SPECIAL SECURITIZATION
TRANSACTIONAL AND LITIGATION COUNSEL FOR THE DEBTORS, FOR
ALLOWANCE OF COMPENSATION FOR PROFESSIONAL SERVICES RENDERED
AND FOR REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES
INCURRED FROM MAY 14, 2012 THROUGH DECEMBER 17, 2013**

Via Federal Express:

Morrison & Foerster LLP
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Attn: Larren M. Nashelsky, Gary S. Lee and
Lorenzo Marinuzzi

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Dated: March 3, 2014

/S/ DEBRA O. FULLEM

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*Special Securitization Transactional
and Litigation Counsel to the Debtors
and Debtors in Possession*

Subscribe and Sworn to before me
this 3rd day of March 2014

/S/MICHELLE JORDAN

Notary Public

My Commission Expires: 4/30/2016